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*Attorneys for Non-Party
PricewaterhouseCoopers LLP*

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

STEVEN KNURR, Individually and on)	
Behalf of All Others Similarly Situated,)	
)	
Plaintiff,)	Civil Action No. 1:16-cv-01031-TSE-MSN
)	
v.)	<u>CLASS ACTION</u>
)	
ORBITAL ATK, INC., <i>et al.</i> ,)	
)	
Defendants.)	

**DECLARATION OF STEPHEN P. BARRY IN SUPPORT OF
NON-PARTY PRICEWATERHOUSECOOPERS LLP'S RESPONSE TO
PLAINTIFFS' MOTION TO COMPEL PRODUCTION OF WORKPAPERS AND
NON-PARTY PRICEWATERHOUSECOOPERS LLP'S RESPONSE TO PLAINTIFFS'
MOTION TO COMPEL MERGER-RELATED DUE DILIGENCE DOCUMENTS**

DECLARATION OF STEPHEN P. BARRY

1. I, Stephen P. Barry, am an associate of the law firm of Latham & Watkins LLP, 555 Eleventh Street, NW, Suite 1000, Washington, D.C., 20004. I am admitted to the Bars of the Commonwealth of Virginia and the District of Columbia, and am admitted to practice before the United States District Court for the Eastern District of Virginia.

2. I submit this declaration in support of PricewaterhouseCoopers LLP's Response to Plaintiffs' Motion to Compel Production of Workpapers, and PricewaterhouseCoopers LLP's Response to Plaintiffs' Motion to Compel Merger-Related Due Diligence Documents, both filed herewith.

3. Attached hereto as Exhibit A is a true and correct copy of a May 9, 2018 email from Jonathan Su to Peter Jones, bearing the subject line "RE: Orbital securities litigation."

4. Attached hereto as Exhibit B is a true and correct copy of a June 13, 2018 email from Jonathan Su to Peter Jones, bearing the subject line "RE: Orbital - PwC Confidentiality Issue."

5. Attached hereto as Exhibit C is a true and correct copy of a June 19, 2018 email from Jonathan Su to Peter Jones, bearing the subject line "RE: Knurr v. Orbital - Subpoena to PwC."

6. Attached hereto as Exhibit D is a true and correct copy of a June 21, 2018 email from Jonathan Su to Peter Jones, bearing the subject line "RE: Knurr v. Orbital - Subpoena to PwC."

I declare that the foregoing is true and correct to the best of my knowledge. Executed this 2nd day of July, 2018, in Washington, D.C.

/s/ Stephen P. Barry
Stephen P. Barry